

## CLAIMS

Kindly amend the claims as follows:

1-9. (canceled)

10. (Original) A financial instrument issued by a stock company and held by a holder, shares of stock of the company trading at a price, the instrument having a market price, the instrument comprising:

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a provision obligating the company to repay the principal according to a predetermined term;

a provision making the instrument convertible into a predetermined number of shares of stock of the company at a predetermined conversion price;

a provision obligating the company to make a payment to the holder with respect to passage of a time interval in the event the market price of the instrument is in a predetermined relationship to an accreted value thereof, the accreted value defined as the issue price of the instrument plus an economic accrual of a portion of a difference between the issue price and the principal amount at maturity.

11. (Original) The financial instrument of claim 10 wherein the predetermined relationship is that a predetermined function of the market price of the instrument is greater than 120 percent of the instrument's accreted value.

12. (Original) The financial instrument of claim 11 wherein the predetermined function of the market price is the average market price for a measurement period.

13. (Original) The financial instrument of claim 11 wherein the time interval is six months.

14. (Original) The financial instrument of claim 12 wherein the amount of the payment is selected to be the greater of:

*Carl, I thought you were doing an  
RCE? I don't see it in System?*